

**EXHIBIT A**

**PHILLIPS, GOLDMAN & SPENCE, P.A.**

**INVOICES BY TIME AND INDIVIDUAL**

**FOR THE TIME PERIOD  
MAY 1, 2007 THROUGH  
MAY 30, 2007**

Phillips, Goldman & Spence, P.A.

1200 N. Broom Street  
Wilmington, DE 19806  
(302) 655-4200  
EI #: 51-0328786

June 19, 2007

Orrick, Herrington & Sutcliffe, LLP  
Washington Harbour  
3050 K Street, N.W.  
Washington DC 20007--5135

File WRG-AUS/JCP  
Invoice number 69246

Re: W. R. Grace & Co.  
David T. Austern  
Case No.: 01-01139 (RLB)

Subtotal for FEES only: 05/31/07	\$16,554.00
Subtotal for COSTS only: 05/31/07	\$1,137.01
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CURRENT PERIOD FEES AND COSTS: 05/31/07	\$17,691.01
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Please remit duplicate copy with payment. Thank you.

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June 19, 2007

Orrick, Herrington & Sutcliffe, LLP

File WRG-AUS/JCP  
Invoice number 69246

Re: W. R. Grace & Co.  
David T. Austern

SERVICES	HOURS	AMOUNT
LITIGATION	40.4	14,656.50
FEE/EMPLOYMENT APPLICATIONS	9.8	1,771.50
CASE ADMINISTRATION	0.9	126.00
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Subtotal for FEES only: 05/31/07	51.1	\$16,554.00
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RATE	SUMM		HOURS			
375.00	JCP	40.00	40.00	15,000.00	0.00	0.00
140.00	CAH	11.10	11.10	1,554.00	0.00	0.00
		-----	-----	-----	-----	-----
Totals		51.10	51.10	16,554.00	0.00	0.00

-Fees-

CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRC	LITIGATION		CAH	05/01/07	Download and obtain signature on +ND of Gary Farrar; scan file and e-mail same to D. Felder and R. Meade.	0.50	70.00	Li
WRC	LITIGATION		CAH	05/01/07	E-mail (4x) re: Notice of Deposition of Farrar (.4); provide to John C. Phillips, Jr. for review; e-mail to Mark Hurford for signature (.2).	0.60	84.00	
WRC	LITIGATION		CAH	05/02/07	Conference with John C. Phillips, Jr. re: research Motion to Strike.	0.40	56.00	
WRC	LITIGATION		CAH	05/29/07	Download Re-Notice of Gary Farrar's deposition and have John C. Phillips, Jr. execute and respond to email.	0.30	42.00	
WRC	LITIGATION		CAH	05/29/07	Upon approval from M. Harfed, scan, file and serve Notice of Deposition and email to D. Felder.	0.30	42.00	
						-----	-----	
						2.10	294.00	
						-----	-----	
WRC	LITIGATION		JCP	05/01/07	Review of libby Claimants' Motion for Reconsideration of Order Striking Libby Claimants' Response to Debtors' Motion re: Noncompliance with X-Ray Order (.1); review of libby Claimants' Response (.1); review of libby Claimants' Motion for Leave to File Late Response(.1); review of Debtors' Updated Objection to Certain Speights & Runyan Property Damage Claims(.1); e-mail from local counsel for Personal Injury Committee with enclosure (.1); review of Notice of Withdrawal of Motion to Shorten Notice re: Motion to File Exhibits Under Seal and Motion to File Exhibits Under Seal (.1); e-mail from Debbie Felder re: same (.1); e-mail from counsel for Personal Injury Committee approving same (.1); e-mail to local counsel for Personal Injury Committee approving same; execute Motion to Withdraw (.1); e-mail to local counsel for Personal Injury Committee forwarding same (.1); e-mail from Debbie Felder with enclosure (.1); review of Notice of Deposition of Gary Farrar (.1); e-mail from Rose Meade with enclosure (.1); review of Certificate of Service for Notice of Deposition (.1); e-mail from local counsel for Personal Injury Committee with enclosure (.1); review of enclosure; review of and execute Notice of Deposition of Farrar (.1); conference with Celeste A. Hartman re: filing same (.1).	1.70	637.50	
WRC	LITIGATION		JCP	05/02/07	Review of Amended Agenda for 5/2/07 Hearing (.2); review of BNSF's Motion for Leave to File a Reply in Support of its Motion for Clarification of Scope of Preliminary Injunction (.2); review of BNSF's Reply (.1); review of California's Post-Trial Citations to Trial Record re: 3 Zonolite Claims (.3); Certification of Counsel re: Order Denying Baron & Budd's Motion to Extend Time to File Appeal and proposed Order (.1); Certificate of Service re: Order Denying Baron & Budd's Motion to Stay Compliance with Consulting Expert Order and proposed Orders (.2); Certification of Counsel	5.20	1,950.00	

-Fees-

Cl Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION		JCP	05/03/07	Review of 4/23/07 Hearing Transcript (voluminous) (.2); review of 4/24/07 Hearing Transcript (voluminous) (.2); review of 4/25/07 Hearing Transcript (.2).	0.60	225.00	
WRG	LITIGATION		JCP	05/04/07	Review of Notice of 5/8/07 Hearing (.1); review of Agenda for 5/8/07 Hearing (.1); calendar same (.1); arrange for telephone participation in same (.1); review of Debtors' Response to California's Filing of Post-Trial Citations (.1); review of Order Granting Motion for Reconsideration of Order Striking Response to Debtors' Motion re: Noncompliance with X-Ray Order (.1); review of Order Granting leave to Libby Claimants to file Response to Debtors' Motion re: Noncompliance (.1); review of Order Denying Baron & Budd's Motion to Extend Time to file Notice of Appeal (.1); review of miscellaneous pleadings re: Debtors' Omnibus Objections to Claims (.1); review of Order Disallowing Claims of One Beacon Insurance Co. (.1); review of Stipulation re: same (.1); review of Orders Granting Relief to Debtors' 21st and 22nd Omnibus Objections to Claims (.1); review of Orders Granting Motion to Allow Exhibits to be filed Under Seal (.1); review of Notice of 5/9/07 Hearing (.1); arrange for telephonic participation in 5/9/07 Hearing and calendar same (.1).	1.50	562.50	
WRG	LITIGATION		JCP	05/05/07	Memo to David A. Bilson re: 5/9/07 Hearing.	0.10	37.50	
WRG	LITIGATION		JCP	05/07/07	Review of Maryland Casualty's Objections to Libby Claimants' Request for Production of Documents (.1); review of Certification of Counsel re: Order Resolving Claims by Berger & Montague (.1); review of Debtors' Response to Anderson Memorial's Motion to Compel Privilege Log; review of Libby Claimants' Response to Debtors' Motion re: Noncompliance with X-Ray Order (.1); review of California's Reply to Debtors' Response to Post-Trial Citations to Trial Record (.1); review of Certification of Counsel re: Debtors' Motion to Compel Compliance with Consulting Expert Order with enclosure (.2); review of Plaintiffs proposed Interrogatories, Affidavit of Compliance and proposed Order (.1).	0.80	300.00	
WRG	LITIGATION		JCP	05/08/07	Review of 5/2/07 Hearing Transcript (.2); review of Order Resolving Claims of Berger & Montague; review of Certification of Counsel for Firms represented by Stutzman Bromberg re: Interrogatories re: Compliance with X-Ray Order with enclosure (.1); review of Firms proposed Interrogatories (.3); review of Anderson Memorial's Motion to Strike Debtors' Updated Objection to Speights & Runyan's	7.20	2,700.00	

-Fees-

CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION	JCP 05/09/07	Review of multiple Statements of Issues Presented on Appeal and Designations of Items to be Included in the Record on Appeal (voluntuous) (.3); review of Order Expunging Claims Paid Post-Petition (.1); review of Notice of Intent to Take the Deposition of Graeme New (.1); prepare for and participate in phone conference with Judge Fitzgerald and all counsel (1.4).	1.90	712.50			
WRG	LITIGATION	JCP 05/10/07	Review of Order Denying Baron & Budd's Motion to Stay Compliance with Consulting Expert Order; review of Order Scheduling 6/25/07 Hearing; review of Continental Casualty's Objections to Libby Claimants' Request for Production of Documents; review of Debtors' Motion for Leave to Amend Objections to Property Damage Claims.	0.50	187.50			
WRG	LITIGATION	JCP 05/11/07	Review of Notice of Motion for Debtors' Motion for Leave to Amend Objections to Property Damage Claims; review of Notice and Debtors' Motion Authorizing Settlement of Property Damage Claim; review of Amended Notice of Intent to Depose Dr. Millette; review of Royal Indemnity's Objections to Libby Claimants' Request for Production of Documents.	0.40	150.00			
WRG	LITIGATION	JCP 05/14/07	Review of Debtors' Motion to Authorize Settlement; review of miscellaneous pleadings.	0.20	75.00			
WRG	LITIGATION	JCP 05/15/07	Review of Order Granting Creditors' Committee's Motion to Intervene in Exclusivity Appeal (.1); review of Debtors' Objection to Montana's Motion for Reconsideration of Order Denying Relief from Automatic Stay (.1); review of Personal Injury Committee's Opposition to Montana's Motion for Reconsideration (.2); review of miscellaneous pleadings; review of Agenda for 5/21/07 Hearing (.1); arrange for telephonic participation in same (.1); review of Montana Plaintiffs' Opposition to Debtors' Motion to Alter Court's Order Denying Request to Expand the Automatic Stay and Montana's Motion to Reconsider (.1); e-mail from counsel for Personal Injury Committee re: postponement of Egan and Chtanani depositions (.1); e-mail from and e-mail to Debbie Felder re: 5/8/07 Hearing Exhibits (.1).	0.90	337.50			
WRG	LITIGATION	JCP 05/16/07	Review of Amended Notice of Deposition of Dr. Millette (.1); review of Debtors' Motion for Expedited Consideration of Agreed Protective Order and proposed Order (.1); review of Joint Motion for Entry of Protective Order and proposed Order (.1); e-mail from local counsel for Personal Injury Committee with enclosure; review of two Notices of Deposition (Egan and Chtanani) (.1); e-mail to Debbie Felder and Ray Mulady re: signing same (.1); e-mail from counsel	0.80	300.00			

CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION	JCP 05/17/07 Review of 5/9/07 Hearing Transcript (.2); review of miscellaneous pleadings (.1); review of Order Denying Continental Casualty's Motion for Leave to File Reply (.1); review of and execute Notices of Depositions (Egan and Ciantani) (.1); e-mail to local counsel for Personal Injury Committee (2x) forwarding same (.1).				0.60	225.00	
WRG	LITIGATION	JCP 05/18/07 E-mail from local counsel for Personal Injury Committee (2x) with enclosure; review of fully executed Notice of Deposition for Egan and Ciantani; review of Montana's Motion for Leave to File Reply in Support of Motion for Reconsideration; review of Reply and proposed Order; review of Certification of Counsel re: Corrected Order Expunging Four Claims; review of Debtors' Counter Designation of Items to be Included in Record on Appeal of Expungment of Property Damage Claims.				0.50	187.50	
WRG	LITIGATION	JCP 05/19/07 Review of miscellaneous pleadings.				0.10	37.50	
WRG	LITIGATION	JCP 05/21/07 Review of Property Damage Committee's Objection to Debtors' Motion for Leave to Amend Objections to Property Damage Claims (.2); review of Canadian Property Damage Claimants' Objection to same (.2); Joinder of Gulf Atlantic Properties to same (.1); review of miscellaneous pleadings (.2); review of Debtors' List of Claims to be Tried on 6/26/07 (.1); review of Debtors' 21 Notices of Deposition (Baron & Budd, Alwyn Luckey, Cooney & Conway, Edward Moody, Karly Ludwick, Foster & Sear, Ferraro & Associates, Kazan McClain, Motley Rice, Weitz & Luxenburg, Waters & Kraus, Peter G. Angelos, LeBlanc & Waddell, Williams Bailey, Provost Umphrey, Maples & Lomax, Silber Pearlman, Paul Hanley & Harley, Reaud Morgan, Warnick Law Firm and Kelley & Ferraro) (.5); review of Debtors' 11 Second Sets of Interrogatories (Reaud Morgan, Waters & Kraus, Edward Moody, Provost Umphrey, Paul Hanley & Harley, Maples & Lomax, Alwyn Luckey, Weitz & Luxenburg, Silber Pearlman, Peter G. Angelos and Kelly & Ferraro) (.3); prepare for and participate in conference with Judge Fitzgerald and all counsel (5.2).				6.80	2,550.00	
WRG	LITIGATION	JCP 05/22/07 Review of miscellaneous pleadings; review of Order Granting Montana leave to file a Reply in Support of its Motion for Reconsideration.				0.20	75.00	
WRG	LITIGATION	JCP 05/23/07 Review of 32nd Continuation Order re: Debtors' 5th Omnibus Objection; review of Continuation Order re: Debtors' 18th Omnibus Objection; review of 5th Order re: Debtors' 20th Omnibus Objection; review of 2nd Order re: Debtors' 22nd Omnibus Objection; review of miscellaneous pleadings.				0.50	187.50	
WRG	LITIGATION	JCP 05/24/07 Review of Agenda for 5/30/07 Hearing (.1); arrange for telephone participation in same (.1); review of 5/8/07				1.00	375.00	

-Fees-

Cl Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION	JCP 05/25/07	0.50	187.50	Review of Amended Agenda for 5/30/07 Hearing; review of miscellaneous pleadings and Order; review of Debtors' Motion to Authorize Settlement of Trumbull Memorial's Property Damage Claim.			
WRG	LITIGATION	JCP 05/29/07	1.90	712.50	Review of Debtors' Response to Anderson Memorial's Motion to Strike Debtors' Responses to Anderson's Amended Requests for Production of Documents (.1); review of Settlement Stipulation re: Minnesota Pollution Control Agency's Claim (.1); review of Settlement/Release for 114 6th Avenue Co.'s Claim (.1); e-mail from Debbie Felder with enclosure; review of Notice of Deposition (rescheduled) of Gary Farrar (.1); e-mail to Debbie Felder re: same (.1); e-mail from local counsel for Personal Injury Committee with enclosure (.1); review of executed Notice of Deposition (.1); execute same; e-mail to local counsel for Personal Injury Committee re: same (.1); review of Certificate of Service for same (.1); e-mail to paralegal re: filing same (.1); e-mail from counsel for Personal Injury Committee authorizing filing same (.1); review of Joinder of Personal Injury Committee in Montana Claimants' Objection to Proposed Order Further Staying Montana Litigation (.1); review of Montana Claimants' Objection to Proposed Order Staying Montana Litigation (.1); review of counsel for Debtors two Certifications of Counsel re: Supplemental Order re: Production of X-Rays and re: Debtors' Motion to Expand Preliminary Injunction (.1); review of Debtors' and CRMC's Joint Motion for Entry of Protective Order (.1); e-mail from Debbie Felder to all counsel re: Farrar deposition (.1); e-mail from counsel for Equity Committee re: same (.1); e-mail from local paralegal for Personal Injury Committee re: Farrar deposition (.1); e-mail from Debbie Felder re: dial-in number for Farrar deposition (.1).			
WRG	LITIGATION	JCP 05/30/07	4.00	1,500.00	Review of Motley Rice's Notice and Emergency Motion to Reschedule (.1); e-mail from Clerk of Bankruptcy Court re: Appeal Record (.1); review of Second Amended Agenda for 5/30/07 Hearing (.1); review of Personal Injury Committee's Objection to Debtors' proposed Order re: Motion to Expand Preliminary Injunction (.2); prepare for and participate in phone conference with Judge Fitzgerald and all counsel re: Debtors' Motion to Amend Objections to Property Damage Claims and Anderson's Motion to Strike Plaintiff's Discovery Responses (3.3); e-mail from local counsel for Personal Injury Committee re: Egan and Cintiari deposition dates (.1); calendar new hearing dates (.1).			



WRG-ADS

LEGALMASTER MIRC For Transactions  
-Fees-

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CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION	UCP	05/31/07	Review of counsel for BNSF's Certification of Counsel re: BNSF's Motion for Clarification of Scope of Preliminary Injunction and proposed Order; review of miscellaneous pleadings; review of Certificate of No Objection re: Amended Case Management Order re: Estimation of Personal Injury Claims and proposed Order.	0.40	150.00	Li	

38.30	14,362.50
40.40	14,656.50

-Fees-

CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	GPP Cd
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/02/07	Scan and file Certificate of No Objection for Orrick's February Fee Application and Tower's February Fee Application.	0.40	56.00	fa
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/08/07	E-mail to S. Bossey re: Quarterly Fee Application timelines and payments.	0.20	28.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/08/07	pull information; draft Twelfth Quarterly Fee Application.	1.70	238.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/10/07	Draft Certificate of No Objection for Phillips, Goldman & Spence February Fee Application.	0.30	42.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/10/07	Scan, file and serve Phillips, Goldman & Spence 12 Quarterly Fee Application after execution by John C. Phillips, Jr.	0.60	84.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/10/07	Scan file and serve Certificate of No Objection for February Fee Application of Phillips, Goldman & Spence.	0.20	28.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/15/07	Reconcile payments to invoices.	0.40	56.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/18/07	Download and file February and March 2007 Fee Applications of David Austern.	0.50	70.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/18/07	Download and file March Fee Applications of Towers Perrin.	0.20	28.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/18/07	Download and file March Fee Application for Orrick Herrington.	0.30	42.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/25/07	Start coding pre-bill to conform to local rules.	0.40	56.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/25/07	Download and file Piper Jaffray's February and March Monthly Fee Application.	0.50	70.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/29/07	Complete coding of pre-bill to conform to local rules.	0.60	84.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/30/07	Draft Certificate of No Objection for Phillips, Goldman & Spence March fee application and forward to John C. Phillips, Jr. for execution.	0.40	56.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/30/07	Draft April fee application for Phillips, Goldman & Spence and forward to John C. Phillips, Jr. for execution.	0.90	126.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH	05/30/07	Scan, file and serve Phillips, Goldman & Spence Certificate of No Objection for March fee application and scan, file & serve its April fee application.	0.50	70.00	
WRG						8.10	1,134.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	JCP	05/01/07	Review of Certification of Counsel re: Amended Order and Fee Auditors' Report for 22nd Quarterly Period; review of proposed Amended Order; review of Fee Auditors' Approved	0.20	75.00	

CI Code Grouping code description Act Trans Emp Date Transaction description

Billable Billable Grp  
Hours Dollars Cd

Payments.

WRG FEE/EMPLOYMENT APPLICATIONS JCP 05/04/07 Review of Amended Order and Exhibit re: 22nd Quarterly Fee Applications.

0.10 37.50

WRG FEE/EMPLOYMENT APPLICATIONS JCP 05/09/07 Review of, revise and execute Phillips, Goldman & Spence, P.A.'s 12th Quarterly Fee Application; check calculations; conference with Celeste A. Hartman re: same.

0.30 112.50

WRG FEE/EMPLOYMENT APPLICATIONS JCP 05/10/07 Review of and execute Certification of Counsel re: Phillips, Goldman & Spence, P.A.'s 32nd Monthly Fee Application; conference with Celeste A. Hartman re: filing same.

0.20 75.00

WRG FEE/EMPLOYMENT APPLICATIONS JCP 05/23/07 Review of and revise April 2007 pre-bill (extensive).

0.40 150.00

WRG FEE/EMPLOYMENT APPLICATIONS JCP 05/30/07 Review of and execute Certificate of No Objection re: Phillips, Goldman & Spence's 34th Monthly Fee Application; review of, revise and execute Phillips, Goldman & Spence's 35th Monthly Fee Application; conference with Celeste A. Hartman re: same.

0.50 187.50

95 records printed.

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1.70 637.50  
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9.80 1,771.50  
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51.10 16,554.00  
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Sort Fields:  
Grouping code (Paginate)  
Client code  
Actual employee code (Subtotals)  
Transaction date

Range Fields:  
Client code I WRG - WRG  
Invoice Number I 69246 - 69246

Cl Code	Grouping code description	Act Trans Emp Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	CASE ADMINISTRATION	CAH 05/10/07	Update docket to system.	0.20	28.00	Ca
WRG	CASE ADMINISTRATION	CAH 05/15/07	Update docket to system.	0.20	28.00	
WRG	CASE ADMINISTRATION	CAH 05/18/07	Download and file 5th Declaration of Roger Frankel in support of Herrington's retention.	0.30	42.00	
WRG	CASE ADMINISTRATION	CAH 05/30/07	update docket to system.	0.20	28.00	
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				0.90	126.00	
				-----	-----	
				0.90	126.00	
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